

**Exhibit A**

**Lammert Declaration**

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Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

In re:

BED BATH & BEYOND INC., *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 23-13359 (VFP)

(Jointly Administered)

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these Chapter 11 Cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these Chapter 11 Cases is 650 Liberty Avenue, Union, New Jersey 07083.

**DECLARATION OF JOHN W. LAMMERT IN SUPPORT OF DEBTORS' (I) SECOND  
OMNIBUS OBJECTION TO CERTAIN TAX CLAIMS AND (II) MOTION TO  
DETERMINE TAX LIABILITY AND STAY PROCEEDINGS**

I, JOHN W. LAMMERT, hereby declare that the following is true and correct to the best of my knowledge, information, and belief:

1. I am the Executive Vice President of Assessment Technologies, Ltd. ("ATL"). I have held this position with ATL since October of 2001 and currently manage the firm's Bankruptcy Tax Practice. I have been involved with the valuation of complex properties during my entire tenure with the firm.

2. I submit this declaration (this "Declaration") in support of the *Debtors' (I) Second Omnibus Objection to Certain Tax Claims and (II) Motion to Determine Tax Liability and Stay Proceedings* (the "Omnibus Objection").<sup>2</sup> I have reviewed the Omnibus Objection and am familiar with the contents thereof and the relief sought therein.

3. ATL was retained by the Debtors to provide *ad valorem* tax services. As part of these services, ATL agreed to, among other things, verify the methodology used to determine the property values assigned by the various California Authorities in which the Debtors have Property, identify instances whereby the methodology would result in over-assessment, over-valuation, and excessive taxation by the California Authorities, and seek appropriate reductions, as warranted by applicable law, for any such excess.

4. ATL's professional staff has represented clients throughout the United States and is familiar with the California Authorities' tax statutes governing Fair Market Value (as statutorily defined) and the underlying valuation methodology addressed by the Omnibus Objection.

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<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Omnibus Objection.

5. I have been personally involved in ATL's review of the methodology applied by, and documents provided to and by, the California Authorities. In this regard, I have overseen the review of the Property and the methodology applied by the California Authorities, identifying areas where the California Authorities' methodology, as applied to these specific assets, would generate excessive Fair Market Values. From this, I have identified assets that should be reduced or disputed based upon (i) the records maintained by the Debtors in the ordinary course of business; (ii) other materials generated in connection with ATL's review of the Debtors' assets and Fair Market Value; and (iii) the Debtors' sales data in connection with going out of business sales.

6. Based on all of the information obtained through the above-described process, I have determined that the California Authorities' methodology employed in arriving at the purported Market Values of the Property is erroneous. Here, the California Authorities purported to arrive at Fair Market Values on the basis absent consideration of the sales of Property at the stores together with information or sales from the marketplace. The assessments therefore do not reflect the Fair Market Value. By omitting actual sales data to estimate an open market, arm's-length sales prices, the California Authorities' analysis and conclusions were flawed.

7. The hypothetical well-informed buyer contemplated by the statutory definition of "Fair Market Value" under California law would consider and deal with each of the above-listed factors differently than did the California Authorities. ATL has concluded that the methodology, if any, used by the California Authorities resulted in an overvaluing of the Property.

8. The analytical process employed by ATL to determine the correct Fair Market Values consistent with respective California Authorities definition of Fair Market Value, are detailed below. These methods are consistent with the respective state valuation standards.

**Valuation of Debtors' Property**

9. In assessing the Property and quantifying the Claims for the tax year 2023, the various taxing assessors were required to determine the Fair Market Value of the Property (as such term is defined by California state statute). Fair Market Value contemplates current market prices and values as of the assessment date of such property. California taxable property is required to be appraised at its fair market value as of January 1 of the applicable tax year, the fair market value of property shall be determined by the application of generally accepted appraisal methods and techniques, and each property shall be appraised based upon the individual characteristics that affect the property's fair market value, and all available evidence that is specific to the value of the property shall be taken into account in determining the property's fair market value. As set forth in the California Revenue and Tax Code, fair market value is defined as:

Full cash value" or "fair market value" defined; determination (a) Except as is otherwise provided in Section 110.1, "full cash value" or "fair market value" means the amount of cash or its equivalent that property would bring if exposed for sale in the open market under conditions in which neither buyer nor seller could take advantage of the exigencies of the other, and both the buyer and the seller have knowledge of all of the uses and purposes to which the property is adapted and for which it is capable of being used, and of the enforceable restrictions upon those uses and purposes.

Cal. Rev. & Tax. Code § 110.

10. Accordingly, the Fair Market Value attributed to the Property must contemplate a hypothetical arm's-length sales transaction for the Property as if such property were offered for sale on the open market between a prudent, voluntary seller and an equally prudent, voluntary buyer, both of whom are well-informed about the property. The taxing assessors are specifically required to implement and apply this definition of Fair Market Value in assessing taxable property within their jurisdiction.

11. The California Authorities did not apply the correct definition of Fair Market Value which resulted in an improper determination of the Fair Market Value of the Property. ATL used sales of retail furniture, fixtures, equipment, and leasehold improvements at the Debtors' stores ("Debtor Sales Data") to approximate the Fair Market Value of the Property as allowed by applicable non-bankruptcy law as of the date the values were to be assessed. These sales were of all assets in the store and included leasehold improvements to the extent there was a willing buyer for those assets. This source provides a representative assessment of the Fair Market Value of the Debtors' Property.

12. As of January 1, 2023, the Debtors had 1,020 stores, including 834 Bed Bath & Beyond stores, 132 buybuy BABY stores, and 54 stores under the names Harmon, Harmon Face Values or Face Values. The Debtors have undergone a store closing process for a large number of stores, selling all assets and inventory in place. As of the date of the Petition Date, the store count in the United States was reduced to just 360 Bed Bath & Beyond locations and 120 buybuy BABY stores. Data from the Debtors' sales of store assets were collected from records provided by the Debtors and included sales from stores which are the subject of the Omnibus Objection and other stores throughout the Debtors' portfolio. The Debtors submit that the sales prices derived from the Debtor Sales Data approximates the Fair Market Value definition, considering a willing buyer and seller.

13. From this source, the Debtors' have estimated the Fair Market Value of the Property at the Debtors' store locations as of January 1, 2023. Those values are set forth as "Revised Fair Market Values" in the Assessment Schedule attached as Exhibit 1 to this Declaration.

14. For the above reasons, I believe the Debtors should be granted the relief requested in the Omnibus Objection.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that, to the best of my knowledge, information, and belief, and after reasonable inquiry, the foregoing is true and correct.

Dated: September 15, 2023

Assessment Technologies, Ltd.



By: \_\_\_\_\_

Name: John W. Lammert

Title: Executive Vice President

**Assessment Schedule**

## EXHIBIT 1

JURISDICTION (ASSESSING AUTHORITY)	STORE NO.	STORE NAME	PROPERTY ADDRESS	PARCEL NO.	ASSESSING AUTHORITIES		REVISED 2023 FAIR MARKET VALUE	
					2023 FAIR MARKET VALUE	2023 FAIR MARKET VALUE	2023 FAIR MARKET VALUE	2023 FAIR MARKET VALUE
Butte County Assessor	587	Bed Bath & Beyond	2101 Martin Luther King Parkway, Suite 20	800-044-188-000	\$ 268,510	\$ 23,370		
Kern County Assessor's Office	407	Bed Bath & Beyond	5000 Stockdale Highway	01-1023277-001-4	\$ 1,029,071	\$ 84,063		
Marin County Assessor	527	Bed Bath & Beyond	2601 Larkspur Landing Circle	B03-009-55	\$ 1,933,946	\$ 24,992		
Orange County Assessor	275	Bed Bath & Beyond	25732 El Paseo	00061178-003	Unknown	\$ 30,000		
	412	Bed Bath & Beyond	12390 Seal Beach Boulevard	00061178-0073	Unknown	\$ 30,000		
	3084	Buy Buy Baby	25322 El Paseo	00061178-014	Unknown	\$ 30,000		
	186	Bed Bath & Beyond	23041 Savi Ranch Parkway	00061178-0057	Unknown	\$ 30,000		
	284	Bed Bath & Beyond	3900 South Bristol Street, Suite C	00061178-0041	Unknown	\$ 30,000		
	494	Bed Bath & Beyond	1320 South Beach Boulevard	00061178-0107	Unknown	\$ 30,000		
	3095	Buy Buy Baby	22999 Savi Ranch Parkway	00061178-015	Unknown	\$ 30,000		
	325	Bed Bath & Beyond	8390 On The Mall, #237	00061178-0065	Unknown	\$ 30,000		
Sacramento County Assessor's Office	569	Bed Bath & Beyond	2725 Marconi Avenue	268-0150-010-0000-1400	\$ 288,636	\$ 33,550		
	1139	Bed Bath & Beyond	2385 Iron Point Road	072-1190-152-0000-1700	\$ 268,005	\$ 31,006		
	3058	Buy Buy Baby	7621 Laguna Boulevard	116-1160-003-0000-1100	\$ 278,889	\$ 23,629		
	409	Bed Bath & Beyond	9145 West Stockton Boulevard	116-1370-008-0000-1201	\$ 158,071	\$ 13,309		
	636	Bed Bath & Beyond	3611 North Freeway Boulevard	225-2110-007-0000-1503	\$ 202,525	\$ 19,249		
San Bernardino County Assessor	1025	Bed Bath & Beyond	1865 North Campus Avenue, Building 15	1044-641-45-P-000	\$ 1,495,044	\$ 117,490		
	101	Bed Bath & Beyond	11530 4th Street, Suite 120	0229-411-01-P-004	\$ 801,332	\$ 117,950		
	3097	Buy Buy Baby	27651 San Bernardino Avenue, Suite B	0292-082-51-P-004	\$ 339,842	\$ 69,626		
	776	Bed Bath & Beyond	27450 Lugonia Avenue	0292-501-02-P-001	\$ 268,174	\$ 29,756		
	3096	Buy Buy Baby	11530 4th Street, Suite 125	0229-411-01-P-003	\$ 803,749	\$ 69,889		
	1266	Bed Bath & Beyond	18815 Bear Valley Road	0399-271-09-P-000	\$ 84,156	\$ 10,490		
San Diego County Assessor	3063	Buy Buy Baby	1014 North El Camino Real	743-0045859	\$ 785,123	\$ 45,235		
	31	Bed Bath & Beyond	1750 Camino Del Rio North	142-1094000	\$ 656,027	\$ 51,592		
	1137	Bed Bath & Beyond	165 South Las Posas Road	743-0017176	\$ 689,893	\$ 77,566		
	139	Bed Bath & Beyond	2120 Vista Way	733-7129920	\$ 243,059	\$ 27,331		
	212	Bed Bath & Beyond	394 East H Street	630-8324180	\$ 242,038	\$ 26,928		
	505	Bed Bath & Beyond	1905 Calle Barcelona, Suite 100	743-0010307	\$ 121,721	\$ 18,319		
	474	Bed Bath & Beyond	9918 Mission Gorge Road	669-2460000	\$ 141,092	\$ 20,360		
	1047	Bed Bath & Beyond	10537 4S Commons Drive, Suite 170	743-0017496	\$ 96,775	\$ 12,743		
	3118	Buy Buy Baby	1660 Millenia Avenue	743-0109881	\$ 466,674	\$ 109,412		
San Luis Obispo County Assessor's Office	331	Bed Bath & Beyond	317 Madonna Road	800-028-061	\$ 1,640,705	\$ 40,903		
San Mateo County Assessor	3108	Buy Buy Baby	149 Serramonte Center	0462170001	\$ 3,038,956	\$ 87,464		
	315	Bed Bath & Beyond	303 Gellert Boulevard	0100670002	\$ 418,849	\$ 68,491		
	539	Bed Bath & Beyond	1950 El Camino Real	0100670003	\$ 1,276,021	\$ 18,669		